

MORITT HOCK & HAMROFF LLP

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Unsecured Creditors of Sears Holdings Corporation, et al.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	:	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:	Case No. 18-23538 (RDD)
Debtors. <sup>1</sup>	:	(Jointly Administered)

**FIRST COMBINED MONTHLY FEE STATEMENT OF MORITT HOCK  
& HAMROFF LLP FOR PROFESSIONAL SERVICES RENDERED AND  
DISBURSEMENTS INCURRED AS SPECIAL CONFLICTS COUNSEL  
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR  
THE PERIOD OF JANUARY 2, 2020 THROUGH MARCH 31, 2020**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Name of Applicant:	Moritt Hock & Hamroff LLP
Authorized to Provide Professional Services To:	The Official Committee of Unsecured Creditors of Sears Holdings Corporation
Date of Retention:	April 30, 2020 <i>nunc pro tunc</i> to January 2, 2020
Period for Which Compensation and Reimbursement Is Sought:	January 2, 2020 through March 31, 2020
Monthly Fees Incurred:	\$67,883.50
20% Holdback:	\$13,576.70
Total Compensation Less 20% Holdback:	\$54,306.80
Monthly Expenses Incurred:	\$6,105.76
Total Fees and Expenses Requested:	
This is a <u>X</u> monthly ___ interim ___ final application	

Moritt Hock & Hamroff LLP ("Moritt Hock"), special conflicts counsel for the Official Committee of Unsecured Creditors (the "Creditors' Committee") of Sears Holdings Corporation and its affiliated debtors and debtors in possession (collectively, the "Debtors"), hereby submits this statement of fees and disbursements (the "First Monthly Fee Statement") covering the period January 2, 2020, through March 31, 2020 (the "Compensation Period"), in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses and Retained Professionals* (the "Interim Compensation Order") [Docket No. 769]. By the First Monthly Fee Statement, Moritt Hock requests (a) interim allowance and payment of compensation in the amount of \$54,306.80 (80% of \$67,883.50) for fees on account of reasonable and necessary professional services rendered to the Creditors' Committee by Moritt Hock and (b) reimbursement of actual and necessary costs and expenses in the amount of \$6,105.76 incurred by Moritt Hock during the Compensation Period.

**FEEES FOR SERVICES RENDERED  
DURING THE COMPENSATION PERIOD**

**Exhibit A** sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each Moritt Hock professional and paraprofessional that provided services to the Creditors' Committee during the Compensation Period. The rates charged by Moritt Hock for services rendered to the Creditors' Committee are the same rates that Moritt Hock charges generally for professional services rendered to its non-bankruptcy clients.

**Exhibit B** sets forth a task code summary that includes the aggregate hours per task code spent by Moritt Hock professionals and paraprofessionals in rendering services to the Creditors' Committee during the Compensation Period.

**Exhibit C** sets forth a complete itemization of tasks performed by Moritt Hock professionals and paraprofessionals that provided services to the Creditors' Committee during the Compensation Period.

**EXPENSES INCURRED  
DURING THE COMPENSATION PERIOD**

**Exhibit D** sets forth a disbursement summary that includes the aggregate expenses, organized by general disbursement categories, incurred by Moritt Hock in connection with services rendered to the Creditor's Committee during the Compensation Period.

**Exhibit E** sets forth a complete itemization of disbursements incurred by Moritt Hock in connection with the services rendered to the Creditors' Committee during the Compensation Period.

**NOTICE AND OBJECTION PROCEDURES**

Notice of this First Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman Estates, Illinois 60179, Attention: Moshin Y. Meghji (email: mmeghji@miiipartners.com); (ii) counsel to Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attention: Ray C. Schrock (email: ray.schrock@weil.com), Jacqueline Marcus (email: jacqueline.marcus@weil.com), Garrent A. Fail (email: garrent.fail@weil.com), and Sunny Singh (email: sunny.singh@weil.com); (iii) counsel to the Creditors' Committee, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, Attention: Ira S. Dizengoff (email: idizengoff@akingump.com), Philip C. Dublin (email: pdublin@akingump.com), and Sara L. Brauner (sbrauner@akingump.com); (iv) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 1014, Attention: Paul Schwartzberg (email: paul.schwartzberg@usdoj.gov) and Richard Morrissey (email: richard.morrissey@usdoj.gov); (v) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake (email: paul.leake@skadden.com), Shana A. Elberg (email: shana.elberg@skadden.com), and George R. Howard (email: george.howard@skadden.com); (vi) Paul E. Harner, fee examiner, 1675 Broadway, New York, NY 10019 (email: harnerp@ballardspahr.com); and (vii) counsel to the fee examiner, Ballard Spahr LLP, 1675 Broadway, New York, NY 10019, Attention: Vincent J. Marriott (email: marriott@ballardspahr.com) and Tobey M. Daluz (email: daluzt@ballardspahr.com) (collectively, the "Notice Parties").

Objections to this First Monthly Statement Fee, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than May 28, 2020 (the "Objection").

Deadline"), setting forth the nature of the objection and the amount of fees or expenses at issue (an "Objection").

If no objections to this First Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

If an objection to this First Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of the First Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be held by the Court.

Dated: New York, New York  
May 13, 2020

**MORITT HOCK & HAMROFF LLP**

By: /s/ Ted A. Berkowitz  
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*Special Conflicts Counsel to the Official  
Committee of Unsecured Creditors of Sears  
Holdings Corporation, et al.*

**EXHIBIT A**

**Timekeeper Summary**

<b>PARTNERS</b>	<b>DEPARTMENT</b>	<b>YEAR OF BAR ADMISSION</b>	<b>RATE</b>	<b>HOURS</b>	<b>AMOUNT</b>
Ted A. Berkowitz	Restructuring/ Bankruptcy	1984	\$675	5.10	3,442.50
James P. Chou	Litigation	1997 (NY) 1996 (NJ)	\$595	29.60	17,612.00
Theresa A. Driscoll	Restructuring/ Bankruptcy	2000	\$560	2.00	1,120.00
Danielle J. Marlow	Litigation	1997	\$550	35.20	19,360.00
<b>Total Partner</b>				<b>71.90</b>	<b>41,534.50</b>
<b>ASSOCIATES</b>					
Alex D. Corey	Litigation	2014	\$395	51.20	20,224.00
<b>Total Associates</b>				<b>51.20</b>	<b>20,224.00</b>
<b>PARALEGAL</b>					
Sheila Marino- Thomas	Litigation	N/A	\$245	20.50	5,022.50
Camille Hay	Litigation	N/A	\$245	4.50	1,102.50
<b>Total Paralegal</b>				<b>25.00</b>	<b>6,125.00</b>
<b>Total Hours/ Fees Requested</b>				<b>148.10</b>	<b>67,883.50</b>

<b>ALL PROFESSIONALS</b>	<b>BLENDED RATE (\$)</b>	<b>TOTAL BILLED HOURS</b>	<b>TOTAL COMPENSATION</b>
Partners and Counsel	595.00	71.90	<b>41,534.50</b>
Associates	395.00	51.20	<b>20,224.00</b>
Paralegals/ Non-Legal Staff	245.00	25.00	<b>6,125.00</b>
Blended Timekeeper Rate	411.66		
<b>Total Fees Incurred</b>			<b>67,883.50</b>

**EXHIBIT B**

**Task Code Summary**

<b>Task Code</b>	<b>Matter</b>	<b>Hours</b>	<b>Value</b>
B160	Fee/ Employment Applications	44.0	20,543.00
B191	Litigation/ Adversary Proceeding	104.10	47,340.50
<b>Total:</b>		<b>148.10</b>	<b>67,883.50</b>



**EXHIBIT C**

**Itemized Fees**



**Moritt Hock  
& Hamroff** LLP  
ATTORNEYS AT LAW

**MORITT HOCK & HAMROFF LLP**

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Date	Prof	Narrative	Hours	Bankruptcy Code
<b>Matter ID: N-1944.001</b>				
01/03/2020	JPC	Conference call w/ Akin team and T. Berkowitz re: background.	0.60	B160
01/03/2020	TAB	Confer w/J. Chou retention app and sections to complete.	0.60	B160
01/10/2020	JPC	Reviewing/analyzing Sears adversary complaint.	2.00	B191
01/11/2020	JPC	Further reviewing/analyzing Sears adversary complaint.	1.00	B191
01/13/2020	JPC	Attention to engagement letter, including review relevant provisions in connection order.	1.60	B191
01/21/2020	JPC	Confer w/ D. Marlow re: upcoming tasks.	0.10	B191
02/05/2020	JPC	Attention to documents from M. Young.	0.40	B191
02/07/2020	DJM	Preparation for call with Akin Gump (D. Chapman, M. Young) regarding subpoenas, including review of background materials (1.00 hours), call with Akin Gump (D. Chapman, M. Young) regarding subpoenas, Moritt Hock role, upcoming tasks (0.6 hours), call with J.	2.00	B191
02/07/2020	JPC	Reviewing/analyzing background materials in preparation for conference call w/ Akin team.	0.80	B191
02/07/2020	JPC	Conference call w/ Akin re: subpoenas.	0.50	B191
02/07/2020	JPC	Conference call w/ T. Berkowitz and D. Marlow re: staffing and tasks.	0.30	B191
02/07/2020	TAB	Conference call with Akin team re: subpoenas.	0.50	B191
02/07/2020	TAB	Conference call with J Chou and D Marlow re staffing and tasks.	0.30	B191
02/10/2020	ADC	Research & Analysis - Reviewed Norges Bank subpoena and Norges objections(.2); researched law concerning the basis of Norges objections and drafted memo summarizing the law(5.9).	6.10	B191
02/10/2020	TAB	Meeting with M. Cardello, D. Marlow re: staffing of matter (.3); meeting with M. re, D. Marlow re: Staffing (.2).	0.50	B191
02/10/2020	JPC	Confer w/ A. Corey re: Norges objection and research findings.	0.20	B191
02/10/2020	DJM	Meeting with M. Cardello, T. Berkowitz regarding staffing of matter (0.3 hours), meeting with M. Re, T. Berkowitz regarding staffing of	0.50	B191
02/11/2020	DJM	Draft/revise subpoenas, review of forms, research regarding contact information for companies to be subpoenaed.	3.00	B191
02/11/2020	ADC	Further review and analysis of Norges objections to Rule 45 subpoena(.2) and drafting memo of law analyzing the issue(3.7).	3.90	B191
02/11/2020	JPC	Further confer w/ A. Corey re: additional research on subpoenas on U.S. branches of central banks.	0.20	B191
02/12/2020	ADC	Research & analysis of jurisdiction over Norges bank and other similar foreign entities(3.0); further drafting research memo(1.3).	4.30	B191
02/12/2020	JPC	Confer w/ A. Corey re: jurisdictional analysis re: Norges objection.	0.20	B191
02/13/2020	ADC	Research & Analysis of Norges subpoena objections(1.3); drafted research memo thereof(1.4).	2.70	B191
02/15/2020	JPC	Begin review of research memo re: Norges Bank objections to subpoena.	0.40	B191
02/18/2020	JPC	Review draft subpoena from D. Marlow (.1); email to D. Marlow and T. Berkowitz re: same. (.1).	0.20	B191
02/18/2020	TAB	Review email from J Chou re review of draft subpoena.	0.10	B191
02/20/2020	JPC	Further review/analyze and comment on memo re: arguments against Norges Bank objections.	0.20	B191
02/20/2020	JPC	Confer w/ D. Marlow re: status of subpoenas.	0.10	B191
02/20/2020	DJM	Confer w/J. Chou re: status of subpoenas.	0.10	B191
02/20/2020	TAB	Conf. with J. Chou re: status of subpoenas.	0.10	B191
02/21/2020	DJM	Calls with Sheila Thomas and James Chou regarding subpoenas.	0.40	B191
02/21/2020	SMT	Obtained contacts and addresses for subpoenas to multiple entities.	0.60	B191



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02/23/2020	JPC	Further revisions to memo re: arguments in support of response to Norges Bank objections.	1.40	B191
02/24/2020	ADC	Further researched impact of Hague Evidence Convention on Norges' arguments and finalized research memo.	1.70	B191
02/24/2020	SMT	Obtained contacts and addresses for subpoenas to multiple entities.	0.90	B191
02/24/2020	JPC	Confer w/ A. Corey re: responses to Norges Bank objections.	0.20	B191
02/25/2020	DJM	Call/meeting with Sheila Thomas regarding subpoenas, service of same.	0.60	B191
02/25/2020	SMT	Prepared subpoenas to produce documents for multiple entities; forwarded same to Executive Attorney Service for service.	2.60	B191
02/25/2020	JPC	Confer w/ T. Berkowitz re: status of retention app.	0.20	B160
02/25/2020	JPC	Review current draft of retention app (.3); drafting portions of retention app. (2.1).	2.40	B160
02/25/2020	TAB	Confer w/J. Chou retention app and sections to complete.	0.20	B160
02/26/2020	SMT	Called Executive Attorney Service regarding service of subpoenas outside New York.	0.20	B191
02/27/2020	SMT	Prepared additional subpoenas to produce documents for multiple entities; forwarded same to Executive Attorney Service for service.	3.10	B191
02/27/2020	ADC	Drafted Application (4.50); Conferred with J. Chou (0.3).	4.80	B160
02/27/2020	JPC	Review and comment on retention app. (1.0); confer w/ A. Corey re: retention application (.3); further confer w/ A. Corey (.3).	1.60	B160
02/28/2020	ADC	Outlined and drafted letter to respond to Norges objections (0.50).	0.50	B191
02/28/2020	SMT	Emailed Executive Attorney Service updated subpoena to Nomura; telephone conversation with same regarding address verifications and change of addressee concerning Credit Suisse and Sumitomo Mitsui Trust Asset Management Co Ltd.; telephone call with Executive Attorney Service representative regarding possible service for Monday.	0.90	B191
02/28/2020	DJM	Coordination of service of subpoenas, calls/e-mails regarding same.	0.70	B191
02/28/2020	JPC	Review and comment on latest draft of retention app.	1.10	B160
02/28/2020	ADC	Draft/revise conflict counsel application for MHH (3.8)	3.80	B160
03/02/2020	ADC	Draft/revise conflicts counsel application.	1.50	B191
03/02/2020	JPC	Email to D. Marlow re: responses to objections to subpoena(.10)	0.10	B191
03/02/2020	JPC	Finalizing drafts of retention app.	1.80	B160
03/03/2020	SMT	Revised Sumitomo Mitsui Trust Asset Management Co. Ltd. subpoena for service.	0.30	B191
03/03/2020	SMT	Researched new address for Sumitomo Mitsui Trust Asset Management Co. Ltd.	0.50	B191
03/03/2020	SMT	Called Comerica legal representative regarding service and correct address.	0.40	B191
03/03/2020	DJM	Telephone conversations with recipients of subpoenas (Morgan Stanley, Sculptor, Citibank, Sumitomo) (1.0 hours), e-mails with recipients of subpoenas (0.7 hours), review of memo from A. Corey regarding objections by Norges Bank (0.5 hours), e-mails with S.	2.70	B191
03/04/2020	DJM	Call with counsel for Sandell (0.2 hours), call with counsel to D.E. Shaw (0.2 hours), multiple e-mails with S. Thomas regarding service of subpoenas, status (0.5 hours), call with M. Young regarding subpoenas (0.2 hours), call with J. Chou regarding subpoenas	1.20	B191
03/04/2020	ADC	Draft/revise letter in response to Norges' objections to the subpoena.	8.70	B191
03/04/2020	ADC	Draft/revise retention application papers.	0.80	B160
03/04/2020	JPC	Review and provide comments/revisions to letter to Norges Bank.	1.10	B191
03/04/2020	JPC	Call with D. Marlow re subpoenas	0.10	B191
03/04/2020	SMT	Telephone call to Wells Fargo regarding service of subpoena and correct address; emailed Executive Attorney Service regarding	0.60	B191
03/04/2020	SMT	Emails with D. Marlow regarding Wells Fargo service of subpoena and correct address and Comerica's service; emailed same	0.30	B191
03/04/2020	SMT	Updated subpoena status chart.	0.40	B191
03/05/2020	DJM	Review of letter from Mitsubishi bank regarding subpoena (0.2 hours), review of response from Goldman Sachs (0.1 hours).	0.30	B191
03/05/2020	ADC	Draft/revise Application papers (0.70); prepared entity list for conflicts check (1.00)	1.70	B160

**MORITT HOCK & HAMROFF LLP**

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03/05/2020	JPC	Attention to retention app and additional conflicts checks	1.70	B160
03/05/2020	SMT	Updates to subpoena service tracking chart concerning affidavits of service by Executive Attorney Service, objections and requests	0.60	B191
03/05/2020	SMT	Response email to Executive Attorney Service regarding subpoena service affidavits; emailed same regarding service on Wells	0.20	B191
03/05/2020	SMT	Emailed D. Marlow status of service to Mitsubishi and Bank of Nova Scotia.	0.20	B191
03/06/2020	ADC	Worked to identify additional entities for conflicts check as part of MHH Application as conflicts counsel.	2.70	B160
03/06/2020	DJM	Call with Bain Capital regarding subpoena (0.2 hours), call and e-mail with Mitsubishi bank regarding subpoena (0.3 hours), review and revision of chart regarding subpoenas and sending of same to Akin Gump (0.5 hours).	1.00	B191
03/07/2020	TAB	Conference call with Akin team re: subpoenas.	2.00	B191
03/09/2020	ADC	Other managed conflict check process.	0.40	B160
03/09/2020	DJM	Call with counsel to Blackstone Group regarding subpoena (0.4 hours), call with counsel to Cyrus regarding subpoena (0.3 hours), e-mails with counsel to Societe General regarding subpoena (0.2 hours), coordination with S. Thomas regarding updating chart (0.3	1.20	B191
03/09/2020	SMT	Updates to subpoena service tracking chart.	0.40	B191
03/09/2020	SMT	Emailed D. Marlow updated subpoena service tracking chart.	0.20	B191
03/09/2020	SMT	Add documents responsive to subpoena to file.	0.20	B191
03/10/2020	DJM	Review and analysis of objections by Sculptor.	0.40	B191
03/11/2020	ADC	Draft/revise Norges subpoena response letter	0.30	B191
03/11/2020	DJM	Review objections from Cyrus, BlackRock, Barclays, and BNY Mellon (0.8 hours), review and response to e-mail from Akin Gump regarding subpoenas, status, service (0.6 hours), coordination with S. Thomas regarding subpoenas (0.2 hours).	1.60	B191
03/11/2020	JPC	Review prebill for February time for monthly fee statement bill (.8).	0.80	B160
03/11/2020	JPC	Revising response letter to Norges (.7); confer w/ A. Corey re: arguments and case law in response to Norges objections (.7)	1.40	B191
03/11/2020	SMT	Updates to subpoena service tracking chart.	0.30	B191
03/11/2020	SMT	Emailed updated subpoena service chart to D. Marlow.	0.20	B191
03/11/2020	SMT	Add documents responsive to subpoena to file.	0.20	B191
03/12/2020	ADC	Revised Chou Decl. with new conflicts categories (0.5).	0.50	B160
03/12/2020	JPC	Review email from A. Corey re: blocking statutes in relation to Hague Convention and Rule 45 subpoenas (.2); confer w/ A. Corey	0.60	B191
03/12/2020	ADC	Research & Analysis of Hague Convention application to specific jurisdiction analysis (.90)	0.90	B191
03/13/2020	SMT	Prepared additional subpoenas to produce documents for multiple entities; audit of same.	0.80	B191
03/13/2020	DJM	E-mails with Herrick law firm regarding coordination of subpoenas, review of subpoenas in connection with same (0.8 hours), coordination with S. Thomas regarding service of additional subpoenas (0.4 hours), review of response from AllianceBernstein (0.2	1.40	B191
03/13/2020	ADC	Review and analysis of entities for additional conflicts check for retention application	0.70	B160
03/13/2020	SMT	Forwarded additional subpoenas to Executive Attorney Service for service; telephone call to same regarding addresses.	0.50	B191
03/13/2020	SMT	Added documents responsive to subpoena to file.	0.30	B191
03/16/2020	ADC	Draft/revise Sears retention application papers.	0.60	B160
03/16/2020	DJM	Call with Herrick Feinstein regarding subpoenas served upon Blackstone (0.2 hours), e-mails with counsel for Mitsubishi Bank regarding subpoena, protective order (0.3 hours).	0.50	B191
03/16/2020	CH	Review and compare Schedule 1 against the Chou Decl. Schedule One and Schedule I from the pdf Herrick App (page 32-39); Outline discrepancies to ADC; Edit Schedule 1	4.50	B160
03/17/2020	ADC	Draft/revise retention application papers.	3.50	B160



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03/17/2020	DJM	Telephone conversation with M. Young regarding subpoenas, e-mails with M. Young (0.5 hours), call with Bank of America regarding subpoena (0.4 hours), review of objections from Barclays and call to same (0.3 hours).	1.20	B191
03/17/2020	SMT	Updates to subpoena service tracking chart.	0.40	B191
03/17/2020	JPC	Revise latest draft retention application papers.	3.00	B160
03/18/2020	DJM	Telephone conversation with Vanguard bank (0.3 hours), re-service of Vanguard subpoena (0.3 hours), follow up call with BlackRock and provision of protective order to same (0.3 hours), follow up e-mails with Mizuho and coordination of meet and confer with same (0.5 hours), follow up e-mail to Comerica, provision of information to same (0.2 hours), follow up e-mail to Citi and provision of	4.20	B191
03/18/2020	SMT	Emailed updated subpoena service chart to D. Marlow; response email to same concerning status of Comerica and Wells Fargo re-	0.40	B191
03/18/2020	SMT	Updates to subpoena service tracking chart.	0.60	B191
03/18/2020	SMT	Add documents responsive to subpoena to file.	0.20	B191
03/19/2020	DJM	Telephone conversation with counsel to Barclays and follow up e-mails (0.6 hours), emails with Comerica (0.2 hours), e-mails with Nomura (0.2 hours), review of production by Sumitomo Mitsui (0.5 hours), review of articles/cases regarding preference/fraudulent	3.50	B191
03/19/2020	JPC	Review response to subpoena from Sumitomo.	0.20	B191
03/19/2020	SMT	Updates to subpoena service tracking chart.	0.40	B191
03/19/2020	SMT	Response email to Executive Attorney Service regarding additional subpoenas.	0.20	B191
03/20/2020	DJM	Telephone conversation with Mizuho bank (0.5 hours), review of correspondence from Mizuho Bank (0.5 hours).	1.00	B191
03/20/2020	SMT	Add documents responsive to subpoena to file.	0.20	B191
03/20/2020	SMT	Updates to subpoena service tracking chart.	0.30	B191
03/20/2020	SMT	Emailed updated subpoena service chart to D. Marlow.	0.20	B191
03/23/2020	SMT	Updates to subpoena service tracking chart.	0.20	B191
03/23/2020	SMT	Add documents responsive to subpoena to file.	0.20	B191
03/23/2020	DJM	Telephone conversation with counsel to CSS (0.5 hours), provision of 2004 motion and order and adversary complaint to counsel for CSS (0.7 hours), review of 2004 motion and order (0.8 hours), review of production and correspondence by Mitsubishi Bank (1.0	3.00	B191
03/23/2020	ADC	Draft/revise MHH Application.	0.30	B160
03/23/2020	TAD	Review James Chou email re: monthly fee statement(.1) review Sears confirmation order re: post-confirmation professional retentions(.6) analysis and respond to James Cho re: same(.3).	1.00	B160
03/25/2020	DJM	Review of subpoena responses/objections by Blackstone Group (0.5 hours), e-mail to counsel for Blackstone Group regarding request for meet and confer (0.2 hours), e-mail to counsel for Blackstone Group regarding Herrick Feinstein subpoena and potential	1.00	B191
03/26/2020	DJM	Telephone conversation with counsel for Blackstone (0.5 hours), telephone conversation with counsel for Vanguard (0.4 hours), e-	1.00	B191
03/27/2020	SMT	Add documents responsive to subpoena to file.	0.20	B191
03/27/2020	SMT	Updates to subpoena service tracking chart.	0.20	B191
03/30/2020	DJM	Telephone conversation with D. Chapman and Melodie Young of Akin Gump regarding status, coordination (0.4 hours), follow up e-mails with M. Young (0.5 hours), e-mails with S. Thomas regarding service of Wells Fargo, follow up with non-responding parties (0.6 hours), follow up with Bank New York Mellon (0.1 hours), follow up with Societe Generale (0.1 hours).	1.70	B191
03/30/2020	SMT	Revised Wells Fargo & Company Private Banking and Investment Bank subpoena for service.	0.50	B191
03/30/2020	SMT	Researched new address for Wells Fargo & Company Private Banking and Investment Bank.	0.50	B191
03/30/2020	SMT	Emailed Executive Attorney Service attaching Wells Fargo subpoena for service.	0.20	B191
03/30/2020	JPC	Conf. call w/ Akin team re: status and issues relating to responses to subpoenas.	0.40	B191
03/31/2020	TAB	Prepare for and Conference call with Akin to review Retention and interim compensation issues.	0.30	B160



**Moritt Hock  
& Hamroff** LLP  
A T T O R N E Y S A T L A W

**MORITT HOCK & HAMROFF LLP**

Invoice - January 2, 2020 through March 31, 2020

03/31/2020	TAB	Email exchange with J Chou re: billing issues.	0.20	B160
03/31/2020	TAB	Conference call with Akin and MHH team re: retention application and interim compensation issues	0.30	B160
03/31/2020	ADC	Communicate (other outside counsel) to finalize MHH application papers and coordinate Tucker signing the application and his	0.80	B160
03/31/2020	DJM	Review of response/production by Goldman Sachs (0.4 hours), review of response/production by CSS (0.4 hours), updating of chart	1.00	B191
03/31/2020	SMT	Updates to subpoena service tracking chart.	0.70	B191
03/31/2020	TAD	Review Sears confirmation order in advance of call with Akin on billing and retention issues.	0.40	B160
03/31/2020	TAD	Attend call with Akin re: billing and retention issues(.3); follow with Akin re: same(.1); emails with A. Corey(.1); review interim comp	0.60	B160
03/31/2020	JPC	Prepare for (.2); conference call w/ Akin and MHH team re: retention application and interim compensation issues (.3).	0.50	B160
03/31/2020	JPC	Review latest retention app for execution and circulation.	1.50	B160
03/31/2020	JPC	Review Order re: Interim fees.	0.50	B160
03/31/2020	JPC	Email w/ T. Berkowitz re: billing issues.	0.20	B160
<b>Grand Total:</b>			<u>148.10</u>	

**EXHIBIT D**

**Disbursement Summary**

<b>Disbursement Activity</b>	<b>Amount</b>
Duplication – In House	68.60
Outside Vendor Fees- Process Server	6,025.00
Working Meals	12.16
<b>Total:</b>	<b>6,105.76</b>

**EXHIBIT E**

**Itemized Disbursements**

<b>DATE</b>	<b>DESCRIPTION</b>	<b>VALUE</b>
02/25/2020	Copies	42.00
02/27/2020	Copies	26.60
03/05/2020	Executive Attorney Service Inc., Inv # 54142, Rush Process Service of Subpoena to Produce Documents etc. upon: Alliance Bernstein LP at New York, NY on 2/27/2020, AXA Equitable Funds Management Group LLC at New York, NY on 2/27/2020, Cyrus Capital Partners LP at New York, NY on 2/27/2020, Bank of New York Mellon at New York, NY on 2/28/2020, Black Rock Inc. at New York, NY on 2/27/2020, Blackstone Group Inc. at New York, NY on 2/27/2020, Barclays Bank PLC at New York, NY on 2/27/2020, Goldman Sachs Group at New York, NY on 2/28/2020, DE Shaw & Co LP at New York, NY on 2/27/2020, Citigroup Inc. at New York, NY on 2/27/2020, Highland Capital Management LP at Dallas, TX on 2/28/2020, Invesco Capital Management LLC at Atlanta, GA on 2/27/2020, Absolute Return Capital LLC at Boston, MA on 2/27/2020. Teachers Insurance and Annuity Association of America at Wilmington, DE on 3/2/2020, Sumitomo Mitsui Trust Asset Management at New York, NY on 3/2/2020, Societe Generale Securities Investments at New York, NY on 2/28/2020, Och Ziff Capital Management Group at New York, NY on 2/28/2020, Nomura Holding America Inc. at New York, NY on 2/28/2020, Morgan Stanley Investment Banking at New York, NY on 2/28/2020, Mizuho Asset Management at New York, NY on	4,525.00



	2/28/2020, Merrill Lynch & Co at New York, NY on 2/28/2020, Mitsubishi UFJ Trust & Banking at New York, NY on 2/28/2020, The Bank of Nova Scotia at New York, NY on 3/2/2020, Sandell Investment Services LLC at New York, NY on 2/28/2020, Sandell Asset Management Corp at New York, NY on 2/28/2020, Norges Bank Investment Management at New York, NY on 2/28/2020, Credit Suisse Investment Banking at New York, NY on 3/2/2020, Credit Suisse Asset Management at New York, NY on 3/2/2020, Commerzbank AG Asset Management at New York, NY on 2/28/2020, Comerica Bank at Dallas, TX on 2/28/2020, Vanguard Group at Malvern, PA on 2/28/2020, Charles Schwab Investment Management at San Francisco, CA on 2/28/2020	
03/12/2020	Executive Attorney Service Inc., Inv # 54474, Service of Subpoena to Produce Documents etc. upon Sumitomo Mitsui Trust Bank at Hoboken, NJ and at New York, NY on 3/6/2020	225.00
03/12/2020	Executive Attorney Service Inc., Inv # 54476, Service of Subpoena to Produce Documents etc. upon Wells Fargo & Co Private Banking at Sacramento, CA on 2/28/2020	300.00
03/20/2020	Executive Attorney Service Inc., Inv # 54920, Service of Subpoena to Produce Documents upon: Wolverine Asset Management via Secretary of State (after attempt in IL) on 3/19/2020, Jefferies LLC via Secretary of State (after attempt) on 3/19/2020, Geode Capital Management LLC at Boston, MA on 3/16/2020, CSS LLC at Chicago, IL on 3/16/2020, AQR Capital Management LLC via Secretary of State (after attempt) on 3/20/2020	975.00
03/03/2020	JPC, Working Meal, Frame, 2/23/2020	12.16
	<b>Total</b>	<b>6,105.76</b>